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STATE OF NEW JERSEY
CASINO CONTROL COMMISSION

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PUBLIC MEETING NO. 15-10-14

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Wednesday, October 14, 2015
Atlantic City Commission Offices
Joseph P. Lordi Public Meeting Room - First Floor
Tennessee Avenue and Boardwalk
Atlantic City, New Jersey 08401
10:41 a.m. to 11:47 a.m.

Certified Court Reporter: Darlene Sillitoe

GUY J. RENZI & ASSOCIATES, INC.
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1 B E F O R E :

2 CASINO CONTROL COMMISSION:

MATTHEW B. LEVINSON, CHAIR

3 ALISA COOPER, VICE CHAIR

SHARON ANNE HARRINGTON, COMMISSIONER

4

PRESENT FOR THE CASINO CONTROL COMMISSION:

5 DARYL W. NANCE, ADMINISTRATIVE ANALYST

DANIEL J. HENEGHAN, PUBLIC INFORMATION OFFICER

6

OFFICE OF THE GENERAL COUNSEL:

7 DIANNA W. FAUNTLEROY, GENERAL COUNSEL/EXECUTIVE
SECRETARY

8 TERESA M. PIMPINELLI, SENIOR COUNSEL

9 OFFICE OF REGULATORY AFFAIRS:

GLENN T. MacFADDEN, SUPERVISOR, LICENSING

10

DIVISION OF GAMING ENFORCEMENT:

11 DEPUTY ATTORNEYS GENERAL

DAVID M. LOLLI, DEPUTY ATTORNEY GENERAL

12 TRACY E. RICHARDSON, DEPUTY ATTORNEY GENERAL

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1 A P P E A R A N C E S :

2 ITEM NO. 7 TERESA PIMPINELLI, SENIOR COUNSEL
 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 3 GENERAL
 BROWNSTEIN, HYATT, FARBER, SCHRECK
 4 PACIFICO AGNELLINI, ESQ.
 FOR: BOYD GAMING CORPORATION

5 ITEM NO. 8 TERESA PIMPINELLI, SENIOR COUNSEL
 6 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 GENERAL
 7 BROWNSTEIN, HYATT, FARBER, SCHRECK
 PACIFICO AGNELLINI, ESQ.
 8 FOR: CAESARS ENTERTAINMENT CORPORATION

9 ITEM NO. 9 TERESA PIMPINELLI, SENIOR COUNSEL
 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 10 GENERAL
 FOX ROTHSCHILD
 11 TYLER J. TROUT, ESQ.
 FOR: MGM RESORTS INTERNATIONAL

12 ITEM NO. 10 TERESA PIMPINELLI, SENIOR COUNSEL
 13 TRACY E. RICHARDSON, DEPUTY ATTORNEY
 GENERAL
 14 BROWNSTEIN, HYATT, FARBER, SCHRECK
 PACIFICO AGNELLINI, ESQ.
 15 FOR: TROPICANA ATLANTIC CITY CORP.

16 ITEM NO. 11 DIANNA FAUNTLEROY, GENERAL COUNSEL
 DAVID M. LOLLI, DEPUTY ATTORNEY GENERAL
 17 COOPER LEVENSON
 LYNNE KAUFMANN, ESQ.
 18 FOR: DGMB CASINO, LLC, MGA GAMING NJ,
 LLC, AND MGA HOLDING NJ, LLC

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E X H I B I T S :

ITEM NO. 11

| PETITIONER | DESCRIPTION | ID | EVD |
|------------|---|----|-----|
| P-1 | Amended and Restated Management Agreement | | X |
| P-2 | Second Amended and Restated Liability Limit Company Agreement | | X |

| DIVISION | DESCRIPTION | ID | EVD |
|----------|--|----|-----|
| D-1 | Letter Report, October 7, 2015, on the Petition of DGMB Casino, LLC, DGMB Casino Holding, LLC, MGA Gaming NJ, LLC, and MGA Holding NJ, LLC, for approval of Amended and Restated Management Agreement And a Second Amended and Restated Limited Liability Company Agreement pursuant to NJSA 5:12-82c, Petition 2671501, by David Lolli, Deputy Attorney General | | X |

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| | | AGENDA | | |
|----|---|------------------------------|------|------|
| | | PUBLIC MEETING NO. 15-10-14 | | |
| | | OCTOBER 14, 2015, 10:41 a.m. | | |
| | ITEM | | PAGE | VOTE |
| 1 | | | | |
| 2 | | | | |
| 3 | Years of Service Awards Presentation | | 14 | 14 |
| 4 | Ratification of the minutes of the | | | |
| 5 | September 9, 2015, public meeting | | | |
| 6 | Applications for initial casino key | | 14 | 15 |
| 7 | employee licenses: | | | |
| 8 | a) Svetlana E. Aleksandrova | | | |
| 9 | b) Daisy Nievew-Robles | | | |
| 10 | c) Evonya D. Simmons | | | |
| 11 | d) Carla A. Windish | | | |
| 12 | Applications for resubmitted casino key | | | |
| 13 | employee licenses: | | | |
| 14 | a) Lisa D. Brooks | | 15 | 15 |
| 15 | b) Bhupendra G. Dave | | 15 | 15 |
| 16 | c) Paul D. Devault | | 15 | 15 |
| 17 | d) David S. Helveston | | 15 | 16 |
| 18 | e) William C. Rowe, Jr. | | 15 | 15 |
| 19 | f) Kenneth J. Szemis | | 15 | 15 |
| 20 | Approvals through Delegation of Authority | | 17 | |
| 21 | between September 7 and October 12, 2015, | | | |
| 22 | pursuant to Resolution No. 13-01-10-16-C | | | |
| 23 | Requests for inactivation of casino key | | 19 | 19 |
| 24 | employee licenses: | | | |
| 25 | a) Anthony P. Adduci | | | |
| 26 | b) Michael T. Aldridge | | | |
| 27 | c) Gordon W. Andresw | | | |
| 28 | d) Raymond D. Effinger, Jr. | | | |
| 29 | e) Stephanie I. Murray | | | |
| 30 | f) Robert Pizzuto | | | |
| 31 | g) Keith A. Richman | | | |
| 32 | Consideration of the lapse of casino key | | 20 | 21 |
| 33 | employee licenses: | | | |
| 34 | a) Steven D. Chaney | | | |
| 35 | b) Darris L. Dicriscio | | | |
| 36 | c) Margaret A. Doyle | | | |
| 37 | d) Sharon L. Murray-Bryant | | | |
| 38 | e) Richard P. Taylor | | | |
| 39 | f) John A. Walpole | | | |
| 40 | Consideration of the plenary | | 21 | 24 |
| 41 | qualification of Michelle S. Rasmusson to | | | |
| 42 | serve as the Director of Regulatory | | | |
| 43 | Compliance and Corporate Compliance | | | |
| 44 | Officer of Boyd Gaming Corporation and as | | | |
| 45 | a Member of the Compliance Committee of | | | |
| 46 | Marina District Development Company, LLC | | | |
| 47 | (PRN 0841501) | | | |

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| <p align="right">6</p> <p>1 CONTINUED AGENDA PUBLIC MEETING NO. 15-10-14 2 OCTOBER 14, 2015, 10:41 a.m. ITEM PAGE VOTE 3 8 Consideration of the plenary 24 27 qualification of Mark P. Frissora to 4 serve as the Chief Executive Officer Designate of Caesars Entertainment 5 Corporation (PRN 0341501) 9 Petition of MGM Resorts International 27 30 6 requesting permission for Steven Martinez to serve as Senior Vice 7 President Global Security pending plenary qualification (PRN 2431501) 8 10 Petition of Tropicana Atlantic City 30 33 Corp. requesting permission for Andrew 9 Langham to serve as General Counsel of Icahn Enterprises GP, Inc., pending 10 plenary qualification (PRN 2581501) 11 Petition of DGMB Casino, LLC, d/b/a 34 45 11 Resorts Casino Hotel, DGMB Casino Holding, LLC, MGA Gaming NJ, LLC, and 12 MGA Holding NJ, LLC, for approval of an amended and restated management 13 agreement, and a second amended and restated limited liability company 14 agreement pursuant to NJSA 5:12-82C 15 16 17 18 19 20 21 22 23 24 25</p> | <p align="right">8</p> <p>1 (The Flag Salute was recited.) 2 MS. FAUNTLEROY: Good morning. 3 COMMISSIONER HARRINGTON: Good morning. 4 CHAIR LEVINSON: Morning. 5 MS. FAUNTLEROY: Please answer when I 6 call your name for the record, please. 7 Commissioner Harrington? 8 COMMISSIONER HARRINGTON: Here. 9 MS. FAUNTLEROY: Vice Chair Cooper? 10 VICE CHAIR COOPER: Here. 11 MS. FAUNTLEROY: And Chairman Levinson? 12 CHAIR LEVINSON: Here. 13 MS. FAUNTLEROY: Thank you. 14 Matters discussed in closed session this 15 morning included litigation update in the 16 matter of Edwards versus Adamar, et al., CCC. 17 And the approval of draft amendments to 18 the Information Technology Policy within the 19 Commission's Personnel Policy and Procedure 20 Manual. 21 CHAIR LEVINSON: Thank you. 22 And now go to Commissioner Cooper to 23 present some awards we have today. 24 VICE CHAIR COOPER: Thank you very much. 25 Every October here at the Commission, we</p> |
| <p align="right">7</p> <p>1 (Public Meeting 15-10-14 was commenced 2 at 10:41 a.m.) 3 MR. NANCE: Good morning. I'd like to 4 read an opening statement: 5 This is to advise the general public 6 that in compliance with Chapter 231 of the 7 public laws of 1975 entitled "Senator Bryon M. 8 Baer Open Public Meeting Act," the New Jersey 9 Casino Control Commission on December 10th, 10 2014, filed with the Secretary of State at the 11 State House in Trenton an annual meeting 12 schedule. On December 10, 2014, copies were 13 mailed to subscribers. 14 Members of the press will be permitted 15 to take photographs. We ask that this be done 16 in a manner that is not distracting to the 17 Commission. 18 The use of cell phones in the public 19 meeting room is prohibited. 20 Any member of the public who wish to 21 address the Commission will be given the 22 opportunity to do so before the Commission 23 adjourns for the day. 24 Please stand for the Pledge of 25 Allegiance.</p> | <p align="right">9</p> <p>1 recognize those employees who have reached a 2 milestone in their employment here. And today 3 we are very thrilled, very honored, very 4 excited to honor five employees that will be 5 receiving an award. 6 I am going to announce the five people 7 right now. Then Chair -- we're going to step 8 forward. We're then going to call your name 9 individually so we can present your award to 10 you and get a lovely picture to remember this 11 day. 12 Five people will be: Frank Padro, Donna 13 Jordan, Doris Manzano, Anthony DiFlorio, and 14 Barbara Mattie. And if you would, we're going 15 to go down right now and present those awards. 16 But we are going to call you up individually. 17 As we're coming forward, again thank you 18 for your years of service, dedication, 19 leadership, passion. And there are a lot of 20 other adjectives we can go through, but we'll 21 leave it right there. But just thank you so 22 much for your service to the Commission. It is 23 greatly appreciated. 24 CHAIR LEVINSON: Frank? 25 VICE CHAIR COOPER: First we'd like to</p> |

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| 10 | <p>1 call Frank Padro. 2 (Applause.) 3 VICE CHAIR COOPER: And Frank has been 4 here 20 years. 5 MR. PADRO: And counting. 6 VICE CHAIR COOPER: Pardon me? 7 MR. PADRO: And counting. 8 VICE CHAIR COOPER: That sounds good. 9 Thank you. Congratulations. 10 VICE CHAIR COOPER: Okay. Here we go. 11 (Photographs were taken.) 12 CHAIR LEVINSON: All right? 13 Congratulations. 14 VICE CHAIR COOPER: Thank you so much. 15 CHAIR LEVINSON: Donna? 16 VICE CHAIR COOPER: Next, Donna Jordan, 17 30 years. 18 (Applause.) 19 MS. JORDAN: Thank you. Thank you very 20 much. 21 CHAIR LEVINSON: Thank you. 22 Congratulations. 23 MS. JORDAN: Thank you so much. Guess I 24 better turn this around. 25 MR. HENEGHAN: Guess you better.</p> | 12 | <p>1 DiFlorio, also known as Tony. 2 (Applause.) 3 VICE CHAIR COOPER: We're now hitting 4 another number. This is 35 years. 5 CHAIR LEVINSON: Keep walking. 6 (Photographs were taken.) 7 CHAIR LEVINSON: Congratulations. 8 VICE CHAIR COOPER: Wow. 9 CHAIR LEVINSON: I'm not going to kiss 10 him. 11 VICE CHAIR COOPER: You're sure? 12 CHAIR LEVINSON: No. 13 VICE CHAIR COOPER: Here we go. 14 (Laughter.) 15 (Photographs were taken.) 16 CHAIR LEVINSON: Are you getting our 17 heads? 18 MR. HENEGHAN: Yup. Just saw a flag 19 coming out of yours. 20 VICE CHAIR COOPER: And last but not 21 least, Barbara Mattie. 22 (Applause.) 23 VICE CHAIR COOPER: Also 35 years. 24 COMMISSIONER HARRINGTON: Wow. 25 VICE CHAIR COOPER: Wow.</p> |
| 11 | <p>1 MS. JORDAN: It's not up side down; 2 right? 3 MR. HENEGHAN: No. 4 (Photographs were taken.) 5 MR. HENEGHAN: Okay. 6 MS. JORDAN: Thank you. 7 CHAIR LEVINSON: All right. 8 Congratulations. 9 MS. JORDAN: Thank you very much. 10 CHAIR LEVINSON: Doris? 11 VICE CHAIR COOPER: Next, Doris Manzano. 12 (Applause.) 13 VICE CHAIR COOPER: Also 30 years here 14 at the Commission. Doris, thank you so much. 15 CHAIR LEVINSON: Congratulations. 16 (Photographs were taken.) 17 MR. HENEGHAN: All right. Donna, get 18 out of the picture. 19 MS. JORDAN: Sorry. 20 MR. HENEGHAN: All right. 21 CHAIR LEVINSON: You're not getting 22 another award. 23 (Laughter.) 24 CHAIR LEVINSON: Tony? 25 VICE CHAIR COOPER: Okay. Anthony</p> | 13 | <p>1 CHAIR LEVINSON: Congratulations. 2 MS. MATTIE: Thank you. 3 VICE CHAIR COOPER: Two wows and 4 congratulations. 5 MS. MATTIE: Well, I was five. 6 (Photographs were taken.) 7 COMMISSIONER HARRINGTON: It's a very 8 good age. 9 (Laughter.) 10 CHAIR LEVINSON: All right. 11 MS. MATTIE: Thank you. 12 CHAIR LEVINSON: Congratulations. 13 VICE CHAIR COOPER: Congratulations. 14 (Applause.) 15 COMMISSIONER HARRINGTON: Okay. 16 CHAIR LEVINSON: Okay. Well, 17 congratulations to all our employees who 18 started here when they were five years old. 19 FROM THE FLOOR: Thank you. 20 (Laughter.) 21 FROM THE FLOOR: Ten. 22 CHAIR LEVINSON: Ten. Sorry. Ten. 23 Okay. 24 MS. FAUNTLEROY: Ready to resume? 25 CHAIR LEVINSON: Ready to resume. Yes.</p> |

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| 14 | 16 |
| <p>1 ITEM NO. 1</p> <p>2 MS. FAUNTLEROY: Okay. Item No. 1 for</p> <p>3 your consideration is the ratification of the</p> <p>4 minutes of the September 9, 2015, public</p> <p>5 portion of the meeting.</p> <p>6 CHAIR LEVINSON: Thank you.</p> <p>7 Is there a motion?</p> <p>8 VICE CHAIR COOPER: Chair, I move to</p> <p>9 ratify the minutes of the September 9th, 2015,</p> <p>10 meeting.</p> <p>11 CHAIR LEVINSON: Thank you.</p> <p>12 Is there a second?</p> <p>13 COMMISSIONER HARRINGTON: I'll second</p> <p>14 that.</p> <p>15 CHAIR LEVINSON: Any discussion?</p> <p>16 (No response.)</p> <p>17 CHAIR LEVINSON: All those in favor?</p> <p>18 (Ayes.)</p> <p>19 CHAIR LEVINSON: Opposed?</p> <p>20 (No response.)</p> <p>21 CHAIR LEVINSON: Motion carries.</p> <p>22 MS. FAUNTLEROY: Thank you.</p> <p>23 Item No. 2 are applications for an</p> <p>24 initial casino key employee licenses identified</p> <p>25 on your agenda as Items 2A through D.</p> | <p>1 ITEM NO. 3</p> <p>2 I'll entertain on motion on those</p> <p>3 matters.</p> <p>4 VICE CHAIR COOPER: Mr. Chair, I move to</p> <p>5 grant the five resubmitted casino key employee</p> <p>6 licenses.</p> <p>7 CHAIR LEVINSON: Second?</p> <p>8 COMMISSIONER HARRINGTON: Second.</p> <p>9 CHAIR LEVINSON: Any discussion?</p> <p>10 (No response.)</p> <p>11 CHAIR LEVINSON: All those in favor?</p> <p>12 (Ayes.)</p> <p>13 CHAIR LEVINSON: Opposed?</p> <p>14 (No response.)</p> <p>15 CHAIR LEVINSON: Motion carries.</p> <p>16 MS. FAUNTLEROY: Thank you.</p> <p>17 Item 3d, David S. Helveston. The</p> <p>18 Division has submitted a request for a</p> <p>19 conference, which staff have reviewed and</p> <p>20 support the remand of this matter to the</p> <p>21 contested case process.</p> <p>22 CHAIR LEVINSON: Thank you.</p> <p>23 Do I have a motion on this individual</p> <p>24 matter?</p> <p>25 VICE CHAIR COOPER: Mr. Chair, I move to</p> |
| 15 | 17 |
| <p>1 ITEM NO. 3</p> <p>2 CHAIR LEVINSON: Thank you.</p> <p>3 Is there a motion on these four items?</p> <p>4 COMMISSIONER HARRINGTON: I move that we</p> <p>5 grant the four initial casino key employee</p> <p>6 licenses.</p> <p>7 CHAIR LEVINSON: Thank you.</p> <p>8 A second?</p> <p>9 VICE CHAIR COOPER: I'll second that.</p> <p>10 CHAIR LEVINSON: Any discussion?</p> <p>11 (No response.)</p> <p>12 CHAIR LEVINSON: All those in favor?</p> <p>13 (Ayes.)</p> <p>14 CHAIR LEVINSON: Opposed?</p> <p>15 (No response.)</p> <p>16 CHAIR LEVINSON: Motion carries.</p> <p>17 MS. FAUNTLEROY: Thank you.</p> <p>18 Item No. 3 are applications for</p> <p>19 resubmitted casino key employee licenses.</p> <p>20 They are identified on your agenda as</p> <p>21 Items A through F. There is an objection with</p> <p>22 respect to Item d, so I call for your</p> <p>23 consideration A, B, C, E and F. I will call</p> <p>24 Item D separately.</p> <p>25 CHAIR LEVINSON: Thank you.</p> | <p>1 ITEM NO. 4</p> <p>2 remand for a hearing the resubmitted casino key</p> <p>3 employee license application of David S.</p> <p>4 Helveston.</p> <p>5 CHAIR LEVINSON: Thank you.</p> <p>6 A second?</p> <p>7 COMMISSIONER HARRINGTON: Second.</p> <p>8 CHAIR LEVINSON: Any discussion?</p> <p>9 (No response.)</p> <p>10 CHAIR LEVINSON: All those in favor?</p> <p>11 (Ayes.)</p> <p>12 CHAIR LEVINSON: Opposed?</p> <p>13 (No response.)</p> <p>14 CHAIR LEVINSON: Motion carries.</p> <p>15 MS. FAUNTLEROY: Item No. 4 are</p> <p>16 approvals of Delegation of Authority between</p> <p>17 September 7 and October 12th, 2015, pursuant to</p> <p>18 Resolution NO. 13-01-10-16-C.</p> <p>19 Mr. MacFadden will review those matters</p> <p>20 with you for your information; however, no vote</p> <p>21 is required.</p> <p>22 CHAIR LEVINSON: Thank you.</p> <p>23 MR. MacFADDEN: Good morning, Mr.</p> <p>24 Chairman and Commissioners.</p> <p>25 COMMISSIONER HARRINGTON: Good morning.</p> |

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| 18 | <p>1 ITEM NO. 4</p> <p>2 MR. MacFADDEN: Item 4 consists of four</p> <p>3 individuals who were issued a temporary casino</p> <p>4 key license via Delegated Authority subsequent</p> <p>5 to the September 9, 2015, public meeting.</p> <p>6 They are: Mark R. Bangis, Denise G.</p> <p>7 Ciccicone, Renee M. Feifel, Steven T. Laning,</p> <p>8 Tabitha A. Levin, Antonio Maldonado, Melissa</p> <p>9 Melchionne, and Gregory A. Traub.</p> <p>10 CHAIR LEVINSON: Thank you.</p> <p>11 No. 5?</p> <p>12 MR. NANCE: No. 5.</p> <p>13 MS. FAUNTLEROY: Yeah. I know. The two</p> <p>14 additions were not on the log sheet, but they</p> <p>15 were circulated separately.</p> <p>16 CHAIR LEVINSON: All right.</p> <p>17 MS. FAUNTLEROY: I was mentally</p> <p>18 confirming that.</p> <p>19 CHAIR LEVINSON: All right. Very good.</p> <p>20 MS. FAUNTLEROY: Item No. 6 for your</p> <p>21 consideration are the lapses -- proposed lapses</p> <p>22 of casino key employee licenses identified --</p> <p>23 excuse me.</p> <p>24 CHAIR LEVINSON: Wait. No. 5.</p> <p>25 MS. FAUNTLEROY: No. 5, requests for</p> | 20 | <p>1 ITEM NO. 6</p> <p>2 CHAIR LEVINSON: Opposed?</p> <p>3 (No response.)</p> <p>4 CHAIR LEVINSON: Motion carries.</p> <p>5 MS. FAUNTLEROY: Okay. Now we are at</p> <p>6 No. 6 for your consideration is the lapses of</p> <p>7 the casino key employee licenses identified on</p> <p>8 the agenda as Item 6a through f.</p> <p>9 MR. MacFADDEN: Item 6 consists of six</p> <p>10 individuals whose casino key employee deadline</p> <p>11 has passed and have neither filed the requested</p> <p>12 resubmission paperwork nor asked to be placed</p> <p>13 on the inactive list.</p> <p>14 Those individuals are: Steven D.</p> <p>15 Chaney, Darris L. Dicriscio, Margaret A. Doyle,</p> <p>16 Sharon L. Murray-Bryant, Richard P. Taylor, and</p> <p>17 John A. Walpole.</p> <p>18 Consequently, staff recommends that the</p> <p>19 casino key employees license of these six</p> <p>20 individuals be allowed to lapse.</p> <p>21 CHAIR LEVINSON: Thank you.</p> <p>22 Is there a motion on those matters?</p> <p>23 COMMISSIONER HARRINGTON: I move that we</p> <p>24 find that the six casino key employee licenses</p> <p>25 lapse pursuant to NJAC 19:41A-6.1(f) of the</p> |
| 19 | <p>1 ITEM NO. 5</p> <p>2 inactivation of casino key employee licenses as</p> <p>3 identified as A through G on your agenda.</p> <p>4 CHAIR LEVINSON: Thank you.</p> <p>5 MR. MacFADDEN: Item 5 consists of seven</p> <p>6 individuals who in lieu of filing a</p> <p>7 resubmission application, have requested to be</p> <p>8 placed on the inactive list not to exceed five</p> <p>9 years.</p> <p>10 Staff recommends requesting relief.</p> <p>11 CHAIR LEVINSON: Thank you.</p> <p>12 I'll entertain a motion on these</p> <p>13 matters.</p> <p>14 VICE CHAIR COOPER: Mr. Chair, I move to</p> <p>15 grant the requested relief and order that the</p> <p>16 seven casino key employee licenses be</p> <p>17 inactivated.</p> <p>18 CHAIR LEVINSON: Thank you.</p> <p>19 Is there a second?</p> <p>20 COMMISSIONER HARRINGTON: I'll second</p> <p>21 that.</p> <p>22 CHAIR LEVINSON: Any discussion?</p> <p>23 (No response.)</p> <p>24 CHAIR LEVINSON: All those in favor?</p> <p>25 (Ayes.)</p> | 21 | <p>1 ITEM NO. 7</p> <p>2 regulations.</p> <p>3 CHAIR LEVINSON: Thank you.</p> <p>4 A second?</p> <p>5 VICE CHAIR COOPER: I'll second that.</p> <p>6 CHAIR LEVINSON: Any discussion?</p> <p>7 (No response.)</p> <p>8 CHAIR LEVINSON: All those in favor?</p> <p>9 (Ayes.)</p> <p>10 CHAIR LEVINSON: Opposed?</p> <p>11 (No response.)</p> <p>12 CHAIR LEVINSON: Motion carries.</p> <p>13 MR. MacFADDEN: Thank you.</p> <p>14 CHAIR LEVINSON: Thank you.</p> <p>15 MS. FAUNTLEROY: Thank you.</p> <p>16 Item No. 7 is the consideration of the</p> <p>17 plenary qualification of Michelle S. Rasmusson</p> <p>18 to serve as a Director of Regulatory Compliance</p> <p>19 and Corporate Compliance Officer of Boyd Gaming</p> <p>20 Corporation and as a member of the Compliance</p> <p>21 Committee of Marina District Development</p> <p>22 Company, LLC.</p> <p>23 Senior Counsel Teresa Pimpinelli will</p> <p>24 guide you through that matter.</p> <p>25 CHAIR LEVINSON: Thank you.</p> |

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| <p>1 ITEM NO. 7</p> <p>2 MS. PIMPINELLI: Good morning, Chairman</p> <p>3 and Commissioners.</p> <p>4 CHAIR LEVINSON: Good morning.</p> <p>5 MS. PIMPINELLI: As Dianna said, for</p> <p>6 your consideration is the plenary qualification</p> <p>7 of Miss Rasmusson.</p> <p>8 A draft resolution was circulated to the</p> <p>9 parties.</p> <p>10 Counsel is present.</p> <p>11 CHAIR LEVINSON: Thank you.</p> <p>12 Counsel, please enter your appearances.</p> <p>13 MR. AGNELLINI: Good morning, Chairman,</p> <p>14 Commissioners. Pacifico Agnellini from</p> <p>15 Brownstein, Hyatt, Farber, Schreck on behalf of</p> <p>16 Boyd Gaming Corporation, Marina District</p> <p>17 Development Company, LLC, and Michelle</p> <p>18 Rasmusson.</p> <p>19 CHAIR LEVINSON: Thank you.</p> <p>20 MS. RICHARDSON: Good morning, Chairman,</p> <p>21 and Commissioners.</p> <p>22 CHAIR LEVINSON: Good morning.</p> <p>23 MS. RICHARDSON: Tracy Richardson,</p> <p>24 Deputy Attorney General for the Division of</p> <p>25 Gaming Enforcement.</p> | <p>1 ITEM NO. 8</p> <p>2 Officer through Boyd Gaming Corporation and as</p> <p>3 a member of the Compliance Committee for Marina</p> <p>4 District Development Company, LLC, in</p> <p>5 accordance with NJSA 5:12-85.1 c and d, NJSA</p> <p>6 5:12-89b (1) and (2), and NJAC 13:69C-2.7.</p> <p>7 CHAIR LEVINSON: Thank you.</p> <p>8 Do I have a second?</p> <p>9 COMMISSIONER HARRINGTON: I'll second</p> <p>10 that.</p> <p>11 CHAIR LEVINSON: Any discussion?</p> <p>12 (No response.)</p> <p>13 CHAIR LEVINSON: This is a roll call</p> <p>14 vote.</p> <p>15 MS. FAUNTLEROY: Commissioner</p> <p>16 Harrington?</p> <p>17 COMMISSIONER HARRINGTON: Yes.</p> <p>18 MS. FAUNTLEROY: Vice Chair Cooper?</p> <p>19 VICE CHAIR COOPER: Yes.</p> <p>20 MS. FAUNTLEROY: And Chairman Levinson?</p> <p>21 CHAIR LEVINSON: Yes.</p> <p>22 MS. FAUNTLEROY: Thank you.</p> <p>23 Item No. 8 is the plenary qualification</p> <p>24 of Mark P. Frissora to serve as the Chief</p> <p>25 Executive Officer of Caesars Entertainment</p> |
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| <p>1 ITEM NO. 7</p> <p>2 CHAIR LEVINSON: Thank you.</p> <p>3 Mr. Agnellini?</p> <p>4 MR. AGNELLINI: We have reviewed the</p> <p>5 resolution, reports and find them acceptable</p> <p>6 and ask that they be approved granting the</p> <p>7 qualification of Miss Rasmusson.</p> <p>8 CHAIR LEVINSON: Thank you.</p> <p>9 Miss Richardson?</p> <p>10 MS. RICHARDSON: Thank you.</p> <p>11 You have our letter report of September</p> <p>12 9th recommending qualification for Miss</p> <p>13 Rasmusson.</p> <p>14 And we've also reviewed the draft</p> <p>15 resolution and have to objection.</p> <p>16 CHAIR LEVINSON: Thank you very much.</p> <p>17 Commissioners, any questions for</p> <p>18 counsel?</p> <p>19 (No response.)</p> <p>20 CHAIR LEVINSON: I'll entertain a motion</p> <p>21 on this matter.</p> <p>22 VICE CHAIR COOPER: Mr. Chairman, I move</p> <p>23 to adopt the draft resolution and find Michelle</p> <p>24 S. Rasmusson qualified to serve as Director of</p> <p>25 Regulatory Compliance and Corporate Compliance</p> | <p>1 ITEM NO. 8</p> <p>2 Corporation.</p> <p>3 CHAIR LEVINSON: Thank you.</p> <p>4 MS. FAUNTLEROY: Miss Pimpinelli will</p> <p>5 review that with you.</p> <p>6 MS. PIMPINELLI: Chairman and</p> <p>7 Commissioners, as Dianna said, this is the</p> <p>8 consideration of the plenary qualification of</p> <p>9 Mr. Frissora. His title is Chief Executive</p> <p>10 Officer and President.</p> <p>11 Counsel, again, is here on behalf.</p> <p>12 A draft resolution was circulated to the</p> <p>13 parties.</p> <p>14 CHAIR LEVINSON: Thank you.</p> <p>15 MR. AGNELLINI: Good morning. Pacifico</p> <p>16 Agnellini, on behalf of Caesars Entertainment</p> <p>17 Corporations and Mark Frissora.</p> <p>18 CHAIR LEVINSON: Thank you.</p> <p>19 MS. RICHARDSON: Good morning again.</p> <p>20 Tracy Richardson, Deputy Attorney General for</p> <p>21 the Division of Gaming Enforcement.</p> <p>22 CHAIR LEVINSON: Thank you.</p> <p>23 Mr. Agnellini?</p> <p>24 MR. AGNELLINI: Again, we have reviewed</p> <p>25 the resolution, the draft resolution, and also</p> |

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| <p style="text-align: right;">26</p> <p>1 ITEM NO. 8 2 the report, and we have no objection and would 3 ask that it be approved. 4 CHAIR LEVINSON: Thank you very much. 5 Miss Richardson? 6 MS. RICHARDSON: Thank you. 7 The Division recommended Mr. Frissora's 8 qualification by our letter dated October 7th. 9 And we've also reviewed the draft 10 resolution and have no objection. 11 Thank you. 12 CHAIR LEVINSON: Thank you. 13 Commissioners, any question for counsel? 14 (No response.) 15 CHAIR LEVINSON: I'll entertain a motion 16 on this matter? 17 COMMISSIONER HARRINGTON: Mr. Chairman, 18 I move that we adopt the draft resolution and 19 find Mark P. Frissora, qualified to serve as 20 the President and Chief Executive Officer for 21 Caesars Entertainment Corporation in accordance 22 with NJSA 5:12-85.1 c and d, NJSA 5:12-89b (1) 23 and (2), and NJAC 13:69C-2.7. 24 CHAIR LEVINSON: Thank you. 25 Is there a second?</p> | <p style="text-align: right;">28</p> <p>1 ITEM NO. 9 2 petition for temporary qualification of Mr. 3 Martinez. 4 Again, a draft resolution was circulated 5 to the parties, and counsel is here. 6 CHAIR LEVINSON: Thank you. 7 Counsel, please make your appearance. 8 MR. TROUT: Good morning. Tyler Trout 9 of Fox, Rothschild on behalf of MGM Resorts 10 International. 11 CHAIR LEVINSON: Thank you. 12 MS. RICHARDSON: Thank you. Tracy 13 Richardson, Deputy Attorney General for the 14 Division of Gaming Enforcement. 15 CHAIR LEVINSON: Thank you. 16 Mr. Trout? 17 MR. TROUT: Thank you. 18 We have reviewed the draft resolution 19 that was previously circulated and have no 20 objections in substance or form, and 21 respectfully request that it be approved. 22 CHAIR LEVINSON: Thank you very much. 23 Miss Richardson? 24 MS. RICHARDSON: Thank you. 25 We sent a letter to the Commission</p> |
| <p style="text-align: right;">27</p> <p>1 ITEM NO. 9 2 VICE CHAIR COOPER: I'll second that. 3 CHAIR LEVINSON: Any discussion? 4 This is a roll call vote. 5 MS. FAUNTLEROY: Commissioner 6 Harrington? 7 COMMISSIONER HARRINGTON: Yes. 8 MS. FAUNTLEROY: Vice Chair Cooper? 9 VICE CHAIR COOPER: Yes. 10 MS. FAUNTLEROY: And Chairman Levinson? 11 CHAIR LEVINSON: Yes. 12 MS. FAUNTLEROY: Thank you. 13 CHAIR LEVINSON: Thank you. 14 Thank you. 15 MR. AGNELLINI: Thank you. 16 MS. FAUNTLEROY: Item No. 9 is the 17 Petition of MGM Resorts International 18 requesting permission for Steven Martinez to 19 serve as Senior Vice President Global Security, 20 pending plenary qualification. 21 Again, Senior Counsel Pimpinelli will 22 review that with you. 23 CHAIR LEVINSON: Thank you. 24 MS. PIMPINELLI: Chairman and 25 Commissioners, for your consideration is the</p> | <p style="text-align: right;">29</p> <p>1 ITEM NO. 9 2 September 29th of no objection to the temporary 3 qualification. 4 We've also reviewed the draft resolution 5 and have no objections. 6 Thank you. 7 CHAIR LEVINSON: Thank you. 8 Commissioners, any question for counsel? 9 On this matter? 10 (No response.) 11 CHAIR LEVINSON: Hearing none, I'll 12 entertain motion. 13 VICE CHAIR COOPER: Mr. Chairman, I move 14 to adopt the draft -- excuse me. I move to 15 adopt the draft resolution and authorize Steven 16 Martinez on a temporary basis and prior to his 17 plenary qualification permission to assume the 18 duties and exercise the powers of Senior Vice 19 President Global Security for MGM Resorts 20 International subject to the conditions 21 contained in NJSA 5:12-85.1c, NJSA 5:12-89b (1) 22 and (2), and NJAC 13:69C-2.7. 23 CHAIR LEVINSON: Thank you. 24 Is there a second? 25 COMMISSIONER HARRINGTON: I'll second</p> |

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| 30 | <p>1 ITEM NO. 10</p> <p>2 that.</p> <p>3 CHAIR LEVINSON: Any discussion?</p> <p>4 (No response.)</p> <p>5 CHAIR LEVINSON: This, too, is a roll</p> <p>6 call vote.</p> <p>7 MS. FAUNTLEROY: Commissioner</p> <p>8 Harrington?</p> <p>9 COMMISSIONER HARRINGTON: Yes.</p> <p>10 MS. FAUNTLEROY: Vice Chair Cooper?</p> <p>11 VICE CHAIR COOPER: Yes.</p> <p>12 MS. FAUNTLEROY: And Chairman Levinson?</p> <p>13 CHAIR LEVINSON: Yes.</p> <p>14 MS. FAUNTLEROY: Thank you. Good job.</p> <p>15 CHAIR LEVINSON: Thank you.</p> <p>16 MS. FAUNTLEROY: Item No. 10 is the</p> <p>17 petition of Tropicana Atlantic City Corp.</p> <p>18 requesting permission for Andrew Langham to</p> <p>19 serve as General Counsel of Icahn Enterprises,</p> <p>20 GP, Inc., pending his plenary qualification.</p> <p>21 Again, Miss Pimpinelli is ready to</p> <p>22 review that with you.</p> <p>23 CHAIR LEVINSON: Thank you.</p> <p>24 MS. PIMPINELLI: Chairman and</p> <p>25 Commissioners, the final matter for you is the</p> | 32 | <p>1 ITEM NO. 10</p> <p>2 qualification.</p> <p>3 And we've also reviewed the draft</p> <p>4 resolution and have no objection.</p> <p>5 Thank you.</p> <p>6 CHAIR LEVINSON: Thank you.</p> <p>7 Commissioners, any question?</p> <p>8 (No response.)</p> <p>9 CHAIR LEVINSON: Is there a motion on</p> <p>10 this matter?</p> <p>11 COMMISSIONER HARRINGTON: I move that we</p> <p>12 adopt the draft resolution and authorize Andrew</p> <p>13 Langham on a temporary basis and prior to his</p> <p>14 plenary qualification to assume the duties and</p> <p>15 exercise the powers of General Counsel for</p> <p>16 Icahn Enterprises GP, Inc., subject to the</p> <p>17 conditions contained in NJSA 5:12-85.1c, NJSA</p> <p>18 5:12-89b (1) and (2), and NJAC 13:69C-2.7.</p> <p>19 CHAIR LEVINSON: Thank you.</p> <p>20 Is there a second?</p> <p>21 VICE CHAIR COOPER: I'll second that.</p> <p>22 CHAIR LEVINSON: Any discussion?</p> <p>23 (No response.)</p> <p>24 CHAIR LEVINSON: This is a roll call</p> <p>25 vote.</p> |
| 31 | <p>1 ITEM NO. 10</p> <p>2 temporary position of qualification of Mr.</p> <p>3 Langham.</p> <p>4 Again, a draft resolution was circulated</p> <p>5 to parties, and counsel is here.</p> <p>6 CHAIR LEVINSON: Thank you very much.</p> <p>7 MR. AGNELLINI: Good morning again.</p> <p>8 Pacifico Agnellini on behalf of Tropicana</p> <p>9 Atlantic City Corporation, Icahn Entertainment</p> <p>10 GP, Inc., and Andrew Langham.</p> <p>11 CHAIR LEVINSON: Thank you.</p> <p>12 MS. RICHARDSON: Tracy Richardson,</p> <p>13 Deputy Attorney General for the Division of</p> <p>14 Gaming Enforcement.</p> <p>15 CHAIR LEVINSON: Thank you very much.</p> <p>16 Mr. Agnellini?</p> <p>17 MR. AGNELLINI: Again, we have reviewed</p> <p>18 the draft resolution and report. We have no</p> <p>19 objection to it, and we would ask that it be</p> <p>20 approved.</p> <p>21 CHAIR LEVINSON: Thank you.</p> <p>22 MR. AGNELLINI: Thank you.</p> <p>23 CHAIR LEVINSON: Miss Richardson?</p> <p>24 MS. RICHARDSON: We submitted our letter</p> <p>25 of October 7th of no objection to Mr. Langham's</p> | 33 | <p>1 ITEM NO. 10</p> <p>2 MS. FAUNTLEROY: Commissioner</p> <p>3 Harrington?</p> <p>4 COMMISSIONER HARRINGTON: Yes.</p> <p>5 MS. FAUNTLEROY: Vice Chair Cooper?</p> <p>6 VICE CHAIR COOPER: Yes.</p> <p>7 MS. FAUNTLEROY: And Chairman Levinson?</p> <p>8 CHAIR LEVINSON: Yes.</p> <p>9 MS. PIMPINELLI: Thank you.</p> <p>10 MR. AGNELLINI: Thank you.</p> <p>11 MS. RICHARDSON: Thank you.</p> <p>12 CHAIR LEVINSON: Thank you.</p> <p>13 MS. FAUNTLEROY: Mr. Chairman, may I</p> <p>14 request a brief ten-minute recess to speak with</p> <p>15 counsel regarding matters arising on the next</p> <p>16 agenda item?</p> <p>17 CHAIR LEVINSON: Yes.</p> <p>18 MS. FAUNTLEROY: Thank you.</p> <p>19 (A recess was taken from 11:01 to 11:35</p> <p>20 a.m.)</p> <p>21 CHAIR LEVINSON: Thank you, everybody.</p> <p>22 Sorry for the delay.</p> <p>23 Dianna?</p> <p>24 MS. FAUNTLEROY: Yes. Uh-hum.</p> <p>25 We are back on the record.</p> |

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| <p style="text-align: right;">34</p> <p>1 ITEM NO. 11 2 With respect to the last remaining item 3 on the agenda, Agenda Item No. 11, which is the 4 Petition of DGMB Casino, LLC, d/b/a Resorts 5 Casino Hotel, DGMB Casino Holding, LLC, MGA 6 Gaming NJ, LLC, and MGA Holding NJ, LLC, for 7 approval of an amended and restated management 8 agreement, and a second amended and restated 9 limited liability company agreement pursuant to 10 NJSА 5:12-82C. 11 And you have Miss Kaufman here for the 12 Petitioners and Mr. Lolli for the Division. 13 CHAIR LEVINSON: Thank you very much. 14 Daryl, can you please mark any exhibits? 15 MS. FAUNTLEROY: We have the parties 16 enter their appearance. 17 CHAIR LEVINSON: You just did it for 18 them. Ask them to do it before. 19 MS. FAUNTLEROY: Ask for appearance. 20 They didn't give their whole name. 21 CHAIR LEVINSON: Well, listen. I mean 22 we're going to do it now, or you're going to do 23 it. I don't know what to do here. 24 Miss Kaufman? Please enter your 25 appearance.</p> | <p style="text-align: right;">36</p> <p>1 ITEM NO. 11 2 NJSА 5:12-82c, Petition 2671501, by David 3 Lolli, Deputy Attorney General. 4 CHAIR LEVINSON: Thank you very much. 5 I also understand there are some sealing 6 requests. 7 Miss Kaufman? 8 MS. KAUFMAN: Correct. We have 9 requested sealings of portions of the Petition 10 and the DGE report that were just referenced, 11 as well as sealing in its entirety of the 12 Management Agreement and the LLC Agreement. 13 CHAIR LEVINSON: Mr. Lolli? 14 MR. LOLLI: No objection. 15 CHAIR LEVINSON: I will entertain a 16 motion on D-1. 17 VICE CHAIR COOPER: Mr. Chairman, I'll 18 make that motion. 19 CHAIR LEVINSON: Thank you. 20 Is there a second? 21 COMMISSIONER HARRINGTON: Second. 22 CHAIR LEVINSON: All those in favor? 23 MS. FAUNTLEROY: If I can -- 24 CHAIR LEVINSON: Yes. 25 MS. FAUNTLEROY: If I can -- the</p> |
| <p style="text-align: right;">35</p> <p>1 ITEM NO. 11 2 MS. KAUFMAN: I'm still Lynne Kaufman 3 with Cooper Levenson. 4 CHAIR LEVINSON: Thank you. 5 MR. LOLLI: Good morning, Chairman and 6 Commissioners. David Lolli, Deputy Attorney 7 General with the Division. 8 CHAIR LEVINSON: Thank you very much. 9 Daryl, will you now please mark the 10 exhibits. 11 MR. NANCE: Chairman and Commissioners, 12 the premarked exhibits are as follows: 13 The Petitioners submitted two exhibits 14 premarked as P-1 and P-2. P-1 is an Amended 15 and Restated Management Agreement. P-2 is a 16 Second Amended and Restated Liability Limit 17 Company Agreement. 18 The Division of Gaming Enforcement has 19 one exhibit premarked as D-1. D-1 is a letter 20 report dated October 7, 2015, on the Petition 21 of DGMB Casino, LLC, DGMB Casino Holding, LLC, 22 MGA Gaming NJ, LLC, and MGA Holding NJ, LLC, 23 for approval of amended and restated management 24 agreement and a second amended and restated 25 limited liability company agreement pursuant to</p> | <p style="text-align: right;">37</p> <p>1 ITEM NO. 11 2 Petitioner has also asked with respect to the 3 Petition, there is a redaction request. So in 4 that D-1 motion, I would request that you 5 consider to -- it to include the Petition as 6 well. 7 CHAIR LEVINSON: The motion will include 8 the Petition. 9 Is there a motion? 10 VICE CHAIR COOPER: I'll make that 11 motion, Mr. Chairman. 12 COMMISSIONER HARRINGTON: Second. 13 CHAIR LEVINSON: Any questions? 14 (No response.) 15 CHAIR LEVINSON: All those in favor? 16 (Ayes.) 17 CHAIR LEVINSON: Opposed? 18 (No response.) 19 CHAIR LEVINSON: Motion carries. 20 MS. FAUNTLEROY: With respect to P-1 and 21 P-2, for the record, Commissioners, there has 22 been conversation off the record between 23 Commission staff and counsel, and staff's 24 recommendation is that the Commission reserve 25 decision on the sealing request for P-1 and P-2</p> |

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| <p style="text-align: right;">38</p> <p>1 ITEM NO. 11 2 and delegate authority to you to resolve those 3 issues, with the parties having 15 days from 4 today to make any submissions to you with 5 regard to additional arguments on that. 6 CHAIR LEVINSON: Thank you. 7 I'll make a motion on that. 8 VICE CHAIR COOPER: Mr. Chairman, I'll 9 make a motion -- 10 CHAIR LEVINSON: Oh, I'm asking for a 11 motion. 12 Thank you. 13 COMMISSIONER HARRINGTON: Second. 14 CHAIR LEVINSON: Any discussion? 15 (No response.) 16 CHAIR LEVINSON: All those in favor? 17 (Ayes.) 18 CHAIR LEVINSON: Opposed? 19 (No response.) 20 CHAIR LEVINSON: Motion carries. 21 Thank you. 22 Any -- I guess that's it. Okay. 23 So Miss Kaufman? 24 MS. KAUFMAN: Yes. Good morning -- 25 CHAIR LEVINSON: Good morning.</p> | <p style="text-align: right;">40</p> <p>1 ITEM NO. 11 2 the good news of Resorts and -- Resorts is more 3 interested in maintaining its 90 percent than 4 it was before. So that also is part of 5 reduced -- eliminating that 15 percent option. 6 It's also part of the request. 7 Now, in order for an amended -- for any 8 management agreement to be approved by the 9 Commission, it has to meet certain criteria. 10 One of the criteria is that anybody managing 11 the casino must own 10 percent of the equity, 12 and Mohegan does own that. 13 Additionally, the management agreement 14 has to be for the sole and complete management 15 of the casino. It is. 16 It also has to be for a duration 17 sufficient to establish continuity, stability, 18 and independence. This is an extension. So 19 actually the original agreement is now for two 20 years longer with an option. So I believe that 21 it meets that requirement as well. 22 And, finally, there needs to be 23 provisions regarding the joint and several 24 liability, and they are contained in the 25 amended and restated management agreement.</p> |
| <p style="text-align: right;">39</p> <p>1 ITEM NO. 11 2 MS. KAUFMAN: -- Chair, Commissioners. 3 We are here today seeking approval of 4 both amendments to a management agreement and 5 amendments to an LLC agreement for DGMB Casino. 6 First of all, I want to address the 7 management agreement. The original management 8 agreement was approved by the Commission in 9 September of 2012. Under the Act a management 10 agreement is subject to the approval of the 11 Commission. The resolution approving the 12 management agreement stated that any material 13 amendments would need to again be approved by 14 the Commission. And we are here today because 15 we have material amendments. 16 And I would like to say the reason that 17 we have the material amendments is something 18 that was discussed at the Resorts Digital 19 license hearing two months ago, and that is due 20 to the turnaround and the success of Resorts. 21 So due to that good story, Mohegan was 22 interested in extending the term of the 23 management agreement. 24 Similarly -- as to that is one of the 25 things we are asking for. Similarly because of</p> | <p style="text-align: right;">41</p> <p>1 ITEM NO. 11 2 And therefore, I believe we have met the 3 requirements of the Act with respect to the 4 management agreement. 5 The LLC agreement also -- any material 6 changes also needed to be approved. There are 7 numerous changes in the LLC agreement which 8 combine, I believe -- agree that they are 9 material. We are asking for those changes to 10 be approved. The changes relate to internet 11 gaming matters, which is something that was 12 not -- internet gaming had not been approved at 13 the time of the 2012 agreement. They have to 14 do with capital contributions, capital 15 accounts, what I had discussed before, the 16 reduction of the 15 percent, provisions 17 ensuring that the 10 percent interest of 18 Mohegan will not be diluted. 19 And so we're here today asking for 20 approval of both agreements. 21 And thank you. 22 CHAIR LEVINSON: Thank you. 23 Mr. Lolli? 24 MR. LOLLI: Thank you, Chairman, 25 Commissioners.</p> |

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| <p style="text-align: right;">42</p> <p>1 ITEM NO. 11 2 As Miss Kaufman indicated before, that 3 we are here today because they filed a petition 4 for approval of the amended and restated 5 management agreement and the second amended and 6 restated limited liability company agreement. 7 You have been provided with our report 8 of October 7, 2015. 9 We've reviewed all the paperwork, 10 petition and the agreements, and we found that 11 the -- that they meet the requirements of 12 Section 82c and, therefore, the Division does 13 not oppose the relief sought. 14 Thank you. 15 CHAIR LEVINSON: Okay. Thank you very 16 much. 17 Commissioners, you have an opportunity 18 to ask any questions for counsel? 19 (No response.) 20 CHAIR LEVINSON: Nothing further. 21 First to consider I would like to state 22 that in 2012 this Commission approved the 23 management agreement and the related LLC 24 agreement between DGMB Casino, known as 25 Resorts, and MGA Gaming NJ, LLC., commonly</p> | <p style="text-align: right;">44</p> <p>1 ITEM NO. 11 2 management and LLC agreements give Mohegan an 3 opportunity to invest in Resorts' on-line 4 gaming operation, it eliminates Mohegan's 5 ability to acquire an additional 15 percent 6 membership interest in Resorts' 7 brick-and-mortar gaming operation. I am 8 satisfied that Mohegan's licensure as a CSIE 9 remains appropriate and consistent with the 10 Act. 11 Additionally, I am satisfied that the 12 provisions of the Amended and Restated 13 Management Agreement and the Second Amended and 14 Restated LLC Agreement comply in all respects 15 with the relevant statutory requirements. 16 As Atlantic City continues to reassert 17 itself as a first-class destination resort in 18 increasingly competitive gaming environment, 19 the addition of Mohegan has given Resorts the 20 ability to cross-market with Mohegan's 21 properties in Connecticut and Pennsylvania. 22 This has proven to be a valuable tool in 23 strengthening Resorts' financial position, 24 bringing new visitors to Resorts and Atlantic 25 City, and ultimately furthering the ongoing</p> |
| <p style="text-align: right;">43</p> <p>1 ITEM NO. 11 2 referred to as Mohegan, for the operation of 3 Resorts Casino Hotel. 4 The Commission also ruled that Mohegan 5 could be licensed as a casino service industry 6 enterprise rather than hold a full casino 7 license, an option under Section 82C(7) of the 8 Casino Control Act. 9 As a part of our approval, we required 10 Mohegan to comply with many regulatory 11 requirements that apply to a casino licensee. 12 In addition, we required Mohegan to -- 13 require Mohegan and Resorts to receive 14 Commission approval of any material amendments 15 to the management and LLC agreements, and 16 that's why these applicants are here before us 17 today, for a review of that proposed 18 amendment -- proposed amendments and a 19 determination of whether they comply with 20 Section 82C(7) and (10) of the Act. 21 I've reviewed the proposed amendments to 22 the management and LLC agreements and 23 considered the representation of counsel, as 24 well as the recommendation of the Division. 25 While the proposed amendment -- amended</p> | <p style="text-align: right;">45</p> <p>1 ITEM NO. 11 2 transition of Atlantic City into a destination 3 resort. 4 Unless there are additional questions or 5 comments from my fellow Commissioners, I move 6 that the Amended and Restated Management 7 Agreement on the Second Amended and Restated 8 Limited Liability Company Agreement between 9 DGMB Casino, LLC, and MGA Gaming NJ, LLC, be 10 approved, subject to the findings, rulings, and 11 conditions specified in the draft resolution, 12 as amended by the Commission sealing request 13 decision today. 14 Is there a second? 15 VICE CHAIR COOPER: Mr. Chairman, I'll 16 make that second. 17 CHAIR LEVINSON: Motion has been made 18 and seconded. 19 Is there any further discussion on this? 20 (No response.) 21 CHAIR LEVINSON: This is a roll call 22 vote. 23 MS. FAUNTLEROY: Commissioner 24 Harrington? 25 COMMISSIONER HARRINGTON: Yes.</p> |

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| <p style="text-align: right;">46</p> <p>1 ITEM NO. 11 2 MS. FAUNTLEROY: Vice Chair Cooper? 3 VICE CHAIR COOPER: Yes. 4 MS. FAUNTLEROY: And Chairman Levinson? 5 CHAIR LEVINSON: Yes. 6 MS. FAUNTLEROY: Thank you. 7 CHAIR LEVINSON: Thank you. 8 MS. FAUNTLEROY: In accordance with 9 Resolution 14-12-10-03, the next closed session 10 shall be held on Tuesday, November 10, 2015, at 11 9:30 a.m. in the Commission offices. 12 CHAIR LEVINSON: Thank you. 13 This is the public participation portion 14 of the meeting. 15 Anyone from the public wish to be heard? 16 (No response.) 17 CHAIR LEVINSON: Seeing or hearing none, 18 the public participation portion is closed. 19 Motion to adjourn? 20 COMMISSIONER HARRINGTON: So moved. 21 CHAIR LEVINSON: Second? 22 VICE CHAIR COOPER: Second. 23 CHAIR LEVINSON: All those in favor? 24 (Ayes.) 25 CHAIR LEVINSON: Opposed?</p> | <p style="text-align: right;">48</p> <p style="text-align: center;">CERTIFICATE</p> <p>1 2 3 I, DARLENE SILLITOE, a Certified Court 4 Reporter and Notary Public of the State of New 5 Jersey, certify that the foregoing is a true 6 and accurate transcript of the proceedings. 7 8 I further certify that I am neither 9 attorney, of counsel for, nor related to or 10 employed by any of the parties to the action; 11 further that I am not a relative or employee of 12 any attorney or counsel employed in this case. 13 nor am I financially interested in the action. 14 15 16 ----- 17 DARLENE SILLITOE, CCR 18 License No 30XI0102300 19 Dated: October 19, 2015 20 My Notary Commission Expires 21 December 9, 2019 22 ID No 50006932 23 24 25</p>  |
| <p style="text-align: right;">47</p> <p>1 2 (No response.) 3 CHAIR LEVINSON: Meeting adjourned. 4 Thank you. 5 MR. LOLLI: Thank you. 6 (Public Meeting 15-10-14 was adjourned 7 at 11:47 a.m.) 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25</p> | |

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| A | 19:3 20:8 33:16 34:3,3 | amendment 43:18,25 | approvals 5:11 17:16 |
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